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Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

JUN 12 1992

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

In the Matter of)	MM Docket No. 92-39
)	
DOTHAN BROADCASTING CO., INC.)	
)	
Licensee of Station WAGF(AM))	
Dothan, Alabama)	
)	
Order to Show Cause Why the)	
License for Station WAGF(AM))	
Dothan, Alabama,)	
Should Not be Revoked)	

To: Mass Media Bureau

PETITION FOR EXTRAORDINARY RELIEF

Dothan Broadcasting Co., Inc. (hereafter DBC), by its attorneys and pursuant to the Statement of Policy on Minority Ownership of Broadcasting Facilities, 68 FCC2d 979, 42 RR2d 1689 (1978), hereby requests the Mass Media Bureau to authorize the assignment of the license of standard broadcast Station WAGF, Dothan, Alabama, to James R. Wilson, III (hereafter Wilson). The purchase price (\$60,000) is within 75 percent of the fair market value of WAGF and Wilson is a member of a qualified minority group within the meaning of the Commission's distress sale policy. GBE, Inc., 85 FCC2d 991, 49 RR2d 986 (1981). In support thereof, DBC respectfully states as follows:

1. DBC is the licensee of standard broadcast Station WAGF, which is authorized to operate on 1320 kHz with power of 1 KW (DA-N). DBC operated WAGF for about 8 years and in December 1984

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List A B C D E

assigned the license to J-Frank Enterprises, Inc. (hereafter J-Frank). J-Frank and its principal, Lewis Frank Johnson, defaulted on Promissory Notes to DBC in the principal sum of \$330,000, and in consequence DBC reacquired the WAGF license (and assets) in late 1989 (BAL-890523EB). WAGF was silent when it was reacquired by DBC and since then has remained off-the-air.

2. By Order to Show Cause and Hearing Designation Order, FCC 92-90, released March 26, 1992, the Commission directed DBC to show cause at a hearing why the license for WAGF should not be revoked. At the Commission's direction, and in April 1992, the Chief, Mass Media Bureau served a Billing of Particulars on DBC with respect to the specified revocation issues.

3. On May 21, 1992, DBC filed a Consent Motion to Suspend Procedural Dates advising the Presiding Judge inter alia that it had entered into an agreement to assign the WAGF license to a qualified minority under the Commission's distress sale policy and that the parties had executed an FCC Form 314 assignment application. By Order, FCC 92M-611, released May 27, 1992, the Presiding Judge granted DBC's Motion and suspended the procedural dates (including the July 21, 1992, hearing) and directed DBC to file its instant petition and all supporting materials by June 17, 1992.

4. By this Petition and supporting papers, DBC is complying with the Judge's direction. First, DBC has concurrently tendered for the consideration of the Bureau an application to assign the WAGF license from DBC to Wilson. The assignment application includes an Asset Sales Agreement executed as of May 16, 1992, by

DBC and Wilson which inter alia calls for the exchange at closing of a Promissory Note in the amount of Sixty Thousand Dollars (\$60,000), bearing no interest and payable in full on the second anniversary after closing.

5. The Promissory Note is to be conventionally secured by a security (UCC-1) interest in the tangible personal property to be acquired, a real estate mortgage on the land to be acquired, and, if Wilson elects to establish a corporation, by a stock pledge agreement conforming with Commission policy (FCC Form 314, Section II, Paragraph 10).

6. The Asset Sales Agreement acknowledges that DBC will not retain any right of reversion in WAGF. The Asset Purchase Agreement further affirms (through representations of Wilson) that Wilson is and at closing will be legally and financially qualified under FCC Rules to become the WAGF licensee and that he knows of no reason why the Commission would not approve the assignment application. Otherwise, insofar as DBC is aware, the assignment application is complete and comports with Commission rules and policies.

7. Second, DBC is tendering concurrently herewith a notification to the Presiding Judge of its election to pursue a distress sale. As noted above, the Judge has already suspended the hearing date; therefore, insofar as DBC is aware, the Judge need take no other action pending the Bureau's consideration of this petition and the assignment application.

8. Third, DBC requests special relief from the Bureau to assign the WAGF license to Wilson under the distress sale policy. Minority Ownership Broadcasting, 48 F.R. 5976, 52 RR2d 1301, 1309-10 (1982). The assignee, Wilson, is the permittee of Class A FM broadcast Station WJJN, which operates on 101.3 MHz at Dothan. Wilson is a Black American and, therefore, a member of a qualified minority group within the meaning of the Commission's distress sale policy. DBC and Wilson have separately retained professional broadcast appraisers who are familiar with the fair market value of small market radio stations, including those situated in southeast Alabama. DBC's appraiser, E. L. Pearce of Pearce Media Services is inter alia a former owner of radio stations in Alabama, Georgia and North Carolina and was engaged as a broker with Chapman Associates, Inc. In Pearce's professional opinion, WAGF has a fair market value of \$82,500 as of March 26, 1992 (the HDQ release date), assuming a term transaction, as is the case here (see Appendix A hereto).

9. Wilson's appraiser is Robert M. Thorburn who similarly has long-term (20 years) radio broadcast experience and is familiar with the fair market value of radio broadcast properties in southeast Alabama. Mr. Thorburn estimates that the fair market value of WAGF as of March 26, 1992, would be at least \$80,000 when sold on terms (see Appendix B hereto).

10. Both appraisers acknowledge that customary data as to value (revenue, profits, sales and management expertise) are not available here because WAGF is not and has not been on the air for

quite sometime. Nonetheless, the appraisers took into account WAGF's facilities (1300 kHz, non-directional daytime and DA at night), its studio - transmitter site (8 acres situated in Dothan proper), its tangible personal property (building, towers, transmitter, standby transmitter and other operating equipment) and its market, Houston County, population 74,632, and Dothan, population 48,750, one of the largest and most important communities in southeast Alabama.

11. In sum, the appraisals of DBC and Wilson comport with appraisal requirements under Commission precedent. Northland Television, Inc., 72 FCC2d 51, 45 RR2d 750 (1979); Grayson Enterprise, Inc., 77 FCC2d 156, 47 RR2d 287 (1980); and KND Corporation, 83 FCC2d 161, 48 RR2d 631 (1980).

12. Fourth, there are annexed hereto as Appendices C and D, declarations from DBC's majority owner (B. C. Eddins) and Wilson disclosing the history of negotiations, describing fully the consideration for the transaction, and affirming that the parties will consummate the transaction within 60 days of the grant of the assignment application. In addition, Wilson affirms that he will resume the operation of WAGF within 60 days of the consummation of the assignment transaction and in connection therewith will submit an appropriate proof of performance concerning WAGF's technical operation.


13. The grant of special relief by the Bureau will avert adjudicatory hearing and thereby conduce to the efficient dispatch of the Commission's administrative function. Grant of special

relief will also pave the way to the early reactivation of WAGF, which was first authorized to broadcast in 1932 prior to the passage of the Communications Act and the formation of the Commission itself.

WHEREFORE, DBC respectfully requests the Bureau to grant it extraordinary relief to assign the WAGF license under the Commission's distress sale policy.

Respectfully submitted,
DOTHAM BROADCASTING CO., INC.

By:


M. Scott Johnson
James K. Edmundson

Its Attorneys

GARDNER, CARTON & DOUGLAS
1301 K Street, N.W.
Suite 900 East Tower
Washington, D.C. 20005
(202) 408-7100

DATED: June 12, 1992
[31862]

MM Docket No. 92-39

APPENDIX A

Brokerage
Appraisals
Financing

Pearce

Media Services

1901 No. 2nd Court
Lanett, AL 36863
(205) 644-3421

June 4, 1992

Mr. B. C. Eddins
Radio Station WFMH
Box 280
Cullman, AL 35056

Personal

Dear Mr. Eddins,

This letter is in response to your request for a Letter of Appraisal of Radio Station WAGF(AM) in Dothan, Alabama.

- APPRAISAL -

QUALIFICATIONS:

Briefly, our qualifications for appraisal assignments are over twenty-nine years experience in the broadcasting industry, including over eleven years in media brokerage. The writer has had ownership in radio stations in Alabama, Georgia and North Carolina, and once served as Vice-President of Chapman Associates, Inc., one of the nation's largest media brokerage businesses. The writer has brokered the sale of broadcast stations in Alabama and adjacent states and has performed and assisted in appraisal assignments for numerous clients.

Pearce Media Services is active in the broadcast industry and maintains a constant awareness of market values and the nuances which are peculiar to the industry.

FAIR MARKET VALUE

Fair Market Value is defined as the price which the property will bring when offered for sale by a willing and able seller to a willing and able buyer, neither party being under compulsion.

BASIS

This appraisal has been made on the basis of a study of the fixed assets of the station provided by the client, factors unique to the station and the market served and current market conditions.

Our opinion assumes that all broadcast equipment of the station would meet the requirements of the Federal Communications Commission, and that the value expressed would not be unusually affected by an immediate requirement for significant capital expenditure.

All three valuation approaches were utilized in arriving at a Fair Market Value:

- 1) REPLACEMENT COSTS; for both tangible and intangible assets of the station
- 2) COMPARATIVE PRICES; utilizing our records for sales of comparable stations in comparable markets at a comparable time period
- 3) CAPITALIZED EARNINGS; the price paid for return on investment in these markets.

Replacement Cost is seldom used in evaluating broadcast properties, since the assets are generally worth less than the station as an ongoing business.

Comparative Pricing is also limited by the number of comparable stations that sell within a comparable time period.

Capitalized Earnings is the method by which most broadcast properties are evaluated.

WAGF(AM) is licensed to operate fulltime at 1320 kHz, with 1000-watts non-directional power during the daytime hours, and with a directional pattern during night-time hours.

Station assets include an office/studio building, two mobile office buildings, one frame building for storage and three frame buildings for antenna matching networks at each of the three towers. The station is situated on eight acres of land. Assorted broadcasting equipment includes a CCA 1000-watt transmitter and a Gates stand-by transmitter. There is also a satellite dish, complete with amplifier and co-ax cable to the main transmitter building.

It should be noted that WAGF(AM) has been off the air for an extended period of time, and that revenue and cash flow figures for the station were not available for a capitalized earnings analysis.

Prices paid for standalone AM stations have declined in recent years - even in attractive markets like Dothan. And, the fact that WAGF(AM) has been off the air would affect the price paid in the event of a sale.

FINDINGS

Our finding for the Fair Market Value of Radio Station WAGF(AM) in Dothan, Alabama is based on a consideration of each of the valuation approaches, plus other factors unique to the market served.

The findings also would be for WAGF(AM) as a going concern. While it is recognized that the station has not been on the air for a while, the appraised value would be reflective of the station as an operating facility.

The client asked for an evaluation as of March 26, 1992. Accordingly, we find the Fair Market Value of WAGF(AM) as of March 26, 1992 to have been \$82,500.00 (Eighty-Two Thousand Five Hundred Dollars). Inasmuch as stations sell for both cash and terms, this valuation would be for a terms transaction, with terms reflective of industry averages.

Mr. Eddins

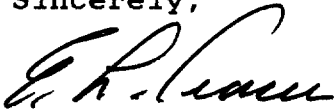
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June 4, 1992

CERTIFICATION

I hereby certify that I have no interest in the subject properties, present or contemplated. Neither my employment to make this appraisal nor my compensation are contingent upon the valuations found.

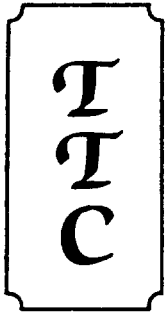
Sincerely,

A handwritten signature in cursive script, appearing to read "E. L. Pearce".

E. L. Pearce
Pearce Media Services

MM Docket No. 92-39

APPENDIX B



THE THORBURN COMPANY

SPECIALISTS IN BROADCAST PROPERTIES
ACQUISITIONS ♦ MERGERS ♦ FINANCING ♦ APPRAISALS ♦ CONSULTING

THE THORBURN COMPANY

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BOB THORBURN, President
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THE THORBURN COMPANY

SPECIALISTS IN BROADCAST PROPERTIES

ACQUISITIONS * MERGERS * FINANCING * APPRAISALS * CONSULTING

MEMORANDUM OF APPRAISAL

TO: Mr. James R. Wilson, III
WJN Radio
805 North Oates
Suite M
Dothan, Alabama 36303

DATE: May 28, 1992

SUBJECT: Appraisal of WAGF(AM), Dothan, Alabama

=====

This Memorandum is in response to your request for an appraisal of WAGF in Dothan, Alabama. The value stated in this appraisal is valid as of the date set forth above and also as of March 26, 1992 which is the date of the FCC's Order to Show Cause and Hearing Designation Order (Order) FCC 92-90 released March 26, 1992 concerning WAGF.

In appraising WAGF as a going concern, it is immediately apparent that it has been off-air and that, therefore, the normal references to revenue, profits, sales, and management expertise

are not available. As noted below, however, WAGF has value and is fortunate to be in a significant radio market in Southeast Alabama. This appraisal is accordingly is of a station with assets and a license, but one that has been off-the-air for quite sometime.

WAGF is licensed to operate on the Standard Broadcast Band at the frequency of 1320 kHz. WAGF has full time operating authority at 1,000 WATTS non-directional during daytime hours with a directional pattern at night. WAGF has been licensed to serve Dothan, Alabama since September 29, 1932.

The assets include an eight (8) acre tract of land on Bic Street, a hard-surfaced easily-traveled road in Dothan, Alabama. This is the site of the business offices, WAGF studio, the three (3) tower directional facility, and the transmitter site.

Buildings include: (1) 20 x 25 foot transmitter production facility, as well as two mobile office buildings that are 10 x 30 feet in size; (2) an 8 x 8 foot building used for the antenna matching network and; (3) a separate 12 x 25 foot building used for storage.

There are three (3) 186-foot towers with 7/8 inch copper coaxial transmission line. WAGF has a one thousand (1000) WATTS CCA transmitter and a one thousand (1000) WATTS Gates standby transmitter for emergency operation.

Additionally, other equipment is on-site to operate WAGF as one thousand (1000) WATTS full time station with a night time directional pattern. An equipment list is attached as Attachment A hereto.

May 18, 1992

Page 1

1. REAL ESTATE

Eight (8) acre tract of land at 207 Bic Street, Dothan, Alabama - transmitter site and site of offices and studios of WAGF (AM) Radio Station

2. BUILDINGS

- (a) 1 each transmitter and production facilities building - approximately 20 feet by 25 feet
- (b) 2 each mobile office buildings approximately 10 feet by 30 feet used as office space
- (c) 1 each frame building approximately 12 feet by 25 feet used for storage of tools, machinery, etc.
- (d) 3 each frame walk-in buildings approximately 8 feet by 8 feet used to house the antenna matching networks at the three towers

3. TOWERS, TRANSMISSION LINES, ETC

- (a) 3 each guyed towers, each 186 feet above the base insulator
- (b) 3 each 7/8 inch copper coaxial transmission line running from the phasing cabinet in the main transmitter building to the small building at the base of each tower
- (c) 3 each antenna matching networks installed in the building at each of the three towers
- (d) RG-8 coaxial cable and control wires from the main transmitter building to each of the 3 towers and/or 3 small tower buildings

4. TRANSMITTERS, PHASOR, AUDIO PROCESSING, MONITORING EQUIPMENT, ETC

- (a) 1 each CCA type AM-1000D 1000 watt transmitter
- (b) 1 each Gates 1000 watt transmitter
- (c) 1 each Raytheon Phasor
- (d) 1 each AMM-1D modulation monitor
- (e) 1 each Potomac Instruments type AM-19 (204) antenna monitor
- (f) 1 each Microwave Associates satellite receiver UR3X
- (g) 1 each CBS 400 Volumax peak limiter

- (h) 2 each Gates consoles (mixers)
- (i) 1 each CBS peak limiter
- (j) 1 each RCA type RT-21 tape recorder
- (k) 3 each Gates phono record turntable
- (l) 2 each Spot-O-Matic cartridge recorder
- (m) 2 each Superscope cassette recorder
- (n) 1 each Gates audio amplifier (#157 sticker label attached)
- (o) 1 each Quiet Kool window air conditioner
- (p) Numerous phono records, albums and tapes
- (q) 1 each satellite dish - complete with amplifier and co-ax cable to main transmitter building

Buffalo-Niagara Falls: Rank 40

MSA: 990,800; TSA: 1,388,400

Stations: CJRN, WBN, WBLK-FM, WBUF-FM, WDCX-FM, WECK, WEZO-FM, WGR, WGRF-FM, WHLD, WHTT, WHTT-FM, WJL, WJYE-FM, WKSE-FM, WLVL, WMJQ-FM, WSPQ, WUFO, WUPX-FM, WWKB, WXXB, WXXL, WYRK-FM.

Burlington, VT: Rank 218

MSA: 117,200; TSA: 411,800

Stations: WDOT, WDOT-FM, WEZF-FM, WGLY-FM, WJZN-FM, WJOY, WKDR, WLEE-FM, WMNM-FM, WNCS-FM, WOKO-FM, WVMT, WXXX-FM.

Canton, OH: Rank 112

MSA: 327,000; TSA: 581,700

Stations: WBXT, WDJQ-FM, WDPN, WHBC, WHBC-FM, WINW, WNPQ-FM, WRCW, WRQK-FM, WTIG, WTOF-FM.

Cape Cod, MA: Rank 176

MSA: 164,300; TSA: 179,900

Stations: WCCT-FM, WCIB-FM, WCOD-FM, WFAL-FM, WFCC-FM, WFXR-FM, WKPE, WKPE-FM, WMVY-FM, WNTX-FM, WOCB, WOCB-FM, WPXC-FM, WQRC-FM.

Cape May, NJ: Rank 245

MSA: 82,300; TSA: 82,300

Stations: WBNJ-FM, WCMC, WIBG, WKTU-FM, WLQE-FM, WSJL-FM, WSKR-FM, WSLT-FM, WWOC-FM, WZXL-FM.

Casper, WY: Rank 280

MSA: 47,400; TSA: 117,600

Stations: KCSP-FM, KMGW-FM, KQLT-FM, KTRS-FM, KTWO, KUYO, KVOC.

Cedar Rapids, IA: Rank 193

MSA: 140,600; TSA: 402,800

Stations: KCRG, KHAK, KHAK-FM, KKRQ-FM, KMRY, KQCR-FM, KRNA-FM, KTOF-FM, KXIC, WMT, WMT-FM.

Champaign, IL: Rank 190

MSA: 146,500; TSA: 327,700

Stations: WBCP, WDWS, WHMS-FM, WHZT-FM, WKIO-FM, WLRW-FM, WPGU-FM, WUFI, WZNF-FM.

Charleston, SC: Rank 85

MSA: 421,300; TSA: 696,200

Stations: WAVF-FM, WAZS, WBUB-FM, WDXZ-FM, WEZL-FM, WJYQ-FM, WMCL, WMGL-FM, WOKE, WPAL, WOIZ, WSSX-FM, WSUY-FM, WTMA, WTUA-FM, WUJM, WUJM-FM, WVO, WWWZ-FM, WXLY-FM, WXTX, WXTX-FM, WYBB-FM, WZJY.

Charleston, WV: Rank 151

MSA: 209,200; TSA: 675,000

Stations: WBES-FM, WCAW, WCHS, WCZR, WJYP-FM, WKAZ, WKLC-FM, WLZT-FM, WQBE, WQBE-FM, WSCW, WYAF-FM, WVKV, WVNS-FM, WYSR, WYSR-FM.

Charlotte-Gastonia-Rock Hill, NC-SC: Rank 38

MSA: 998,400; TSA: 2,093,300

Stations: WAAK, WAGL, WBT, WBT-FM, WBZK, WCGC, WCKZ-FM, WCNT, WCSL, WDEX, WDZK-FM, WEGO, WEZC-FM, WGS, WGV, WGLK, WGLK-FM, WGNC, WOSP, WGT, WHVN, WIXE, WLO, WLTC, WMAP, WMAP-FM, WMXC-FM, WNOW, WQGR, WPEG-FM, WRDX-FM, WRFX-FM, WRHI, WRHM-FM, WRKB, WRNA, WSA, WSOC, WSOC-FM, WSTP, WTRD-FM, WWMG-FM, WXXC-FM, WYRS.

Charlottesville, VA: Rank 219

MSA: 113,000; TSA: 158,800

Stations: WANY-FM, WCHV, WCYK, WCYK-FM, WINA, WKAV, WKTR, WLSA-FM, WQNZ-FM, WUVA-FM, WWWV-FM, WXYZ-FM.

Chattanooga, TN: Rank 97

MSA: 366,100; TSA: 787,800

Stations: WADN, WAP, WBDX-FM, WDEF, WDEF-FM, WDO, WDO-FM, WEPG, WFLI, WFXS-FM, WGOW, WJOC, WJRX-FM, WJTT-FM, WKXJ-FM, WLMX, WLMX-FM, WMOC, WNOO, WQCH, WSDQ, WSDT, WSGC-FM, WSKZ-FM, WTYR, WUSY-FM.

Cheyenne, WY: Rank 258

MSA: 59,400; TSA: 65,700

Stations: KCGY-FM, KFBC, KFBO-FM, KKAZ-FM, KLDI, KLEN-FM, KMUS-FM, KRAE, KRQU-FM, KSHY, KUUY.

Chicago: Rank 3

MSA: 6,651,100; TSA: 9,045,000

Stations: WABT-FM, WAIT, WAIT-FM, WAKE, WAUR, WBBM, WBBM-FM, WBEE, WBIG, WBUS-FM, WCBR-FM, WCCO-FM, WCEV, WCFJ, WCLF-FM, WCGO, WCKG-FM, WCRW, WCSJ, WDND-FM, WEDC, WEEF, WFMT-FM, WFXW, WGC, WGC-FM,

WGN, WIND, WJJD, WJKL-FM, WJMK-FM, WJOB, WJOL, WJPC, WJPC-FM, WJTW-FM, WJZQ-FM, WKBM-FM, WKDC, WKGA, WKKD, WKKD-FM, WKQX-FM, WKRS, WKTA, WLIP, WLIT-FM, WLJE-FM, WLLI-FM, WLS, WLTH, WLUP, WLUP-FM, WMAQ, WMCW, WNDZ, WNB-FM, WNZ-FM, WNUA-FM, WNV, WNW, WOJO-FM, WONX, WOPA, WPN, WPNT, WPNT-FM, WRMN, WSBC, WSPY-FM, WTAQ, WTAS-FM, WTMX-FM, WUSN-FM, WVAZ-FM, WVON, WVVX-FM, WWBZ-FM, WWC, WWHN, WWJY-FM, WXL-FM, WXRT-FM, WYCA-FM, WYLL-FM, WYSY-FM, WYTZ-FM, WZVN-FM.

Chico, CA: Rank 183

MSA: 157,000; TSA: 232,000

Stations: KALF-FM, KCEZ-FM, KCHH-FM, KEWE-FM, KFME-FM, KHS, KXKX, KMYC, KNVR-FM, KORV, KPAY, KPAY-FM, KPPL-FM, KRFD-FM.

Cincinnati: Rank 32

MSA: 1,188,700; TSA: 1,883,900

Stations: WAKW-FM, WAQZ-FM, WCIN, WCKY, WCNW, WCVG, WEBN-FM, WGR-FM, WJZ-FM, WKRC, WKRC-FM, WLW, WMLX, WNOP, WOFX-FM, WOXY-FM, WRRM-FM, WSAI, WSCH-FM, WTSJ, WUBE, WUBE-FM, WWEZ-FM, WWNK-FM, WZRZ-FM.

Cleveland: Rank 23

MSA: 1,733,100; TSA: 3,307,700

Stations: WABQ, WBK, WCCD, WCDN, WCLV-FM, WDO-FM, WELW, WEOL, WERE, WGAR-FM, WHK, WJMO, WJMO-FM, WJTB, WKNR, WLTF-FM, WMJ-FM, WMMS-FM, WNCX-FM, WNWV-FM, WOBL, WPHR-FM, WQAL-FM, WRDZ, WRKG, WRMR, WWW, WZAK-FM, WZLE-FM.

Colorado Springs: Rank 110

MSA: 333,100; TSA: 555,300

Stations: KATM-FM, KCBR, KCMN, KDZA, KHII-FM, KIKX-FM, KIL-FM, KKCS, KKCS-FM, KKFM-FM, KKLI-FM, KKM-FM, KRDO, KRDO-FM, KSPZ-FM, KSSS, KVOR, KVVU-FM, KWDY, KXRE.

Columbia, MO: Rank 235

MSA: 95,000; TSA: 254,700

Stations: KARO-FM, KCLR-FM, KCMQ-FM, KFAL, KFMZ-FM, KFRU, KMFC-FM, KTGR, KTX-FM, KWW-FM.

Columbia, SC: Rank 91

MSA: 385,800; TSA: 713,200

Stations: WAAS-FM, WBLR, WCOS, WCOS-FM, WHKZ-FM, WKWQ-FM, WLGO, WMFX-FM, WNM-FM, WNOK-FM, WOIC, WOMG, WOMG-FM, WQXL, WSCQ-FM, WTCB-FM, WTGH, WVOC, WWD-FM.

Columbus, GA: Rank 159

MSA: 199,500; TSA: 476,400

Stations: WAGH-FM, WCGQ-FM, WEAM, WFXE-FM, WGSY-FM, WHYD, WOKS, WPNX, WRG, WSTH, WSTH-FM, WVFJ-FM, WYRK-FM.

Columbus, OH: Rank 34

MSA: 1,157,400; TSA: 1,894,900

Stations: WBBY-FM, WBNS, WBNS-FM, WCEZ-FM, WCKX-FM, WCLT, WCLT-FM, WCOL, WCOL-FM, WDLR, WHOK-FM, WHTH, WLOH, WLVO-FM, WMMG-FM, WMNI, WNCI-FM, WNK-FM, WNRJ, WRFD, WRZR-FM, WSNY-FM, WSWZ-FM, WTLT-FM, WTVN, WUCO, WVKO, WWCD-FM, WWHT-FM, WXX-FM.

Corpus Christi, TX: Rank 131

MSA: 277,600; TSA: 418,800

Stations: KCCT, KCGR-FM, KCTA, KDAE, KEYS, KFLZ-FM, KKHQ-FM, KLTG-FM, KMIO-FM, KMXR-FM, KNON-FM, KOUL-FM, KROB, KRYS, KRYS-FM, KSAB-FM, KSIX, KUNO, KWVS-FM, KYTX-FM, KZFM-FM.

Dallas-Ft. Worth: Rank 8

MSA: 3,320,000; TSA: 4,659,600

Stations: KAAM, KBEC, KCDU-FM, KCLE, KCMZ, KDFT, KDGE-FM, KDMX-FM, KDNT, KEG-FM, KESS, KFJZ, KGG, KHVN, KHY-FM, KIKT-FM, KJMJ-FM, KJSA, KJZY-FM, KKDA, KKDA-FM, KLIF, KLRX-FM, KLT-FM, KLUV-FM, KNRB, KOAI-FM, KPAP, KPBC, KPLX-FM, KRLD, KRSR-FM, KSCS-FM, KSG, KSKY, KSSA, KSSA-FM, KSTV-FM, KTER, KTLR-FM, KTXQ-FM, KUII, KVIL, KWCS-FM, KYOT-FM, KYXS-FM, KZEE, KZPS-FM, WBA, WRR-FM.

Danbury, CT: Rank 181

MSA: 158,000; TSA: 158,000

Stations: WDAQ-FM, WINE, WLAD, WREF, WRKI-FM.

Danville, IL: Rank 252

MSA: 72,100; TSA: 144,200

Stations: WCDV-FM, WDAN, WDNL-FM, WHPO-FM, WIAI-FM, WITY.

Dayton, OH: Rank 47

MSA: 823,100; TSA: 1,574,700

Stations: WAZU-FM, WBLY, WBZI, WCLR-FM, WCTM, WDAO, WDJK-FM, WFCJ-FM, WGTZ-FM, WHIO, WHKO-FM, WING, WIZE, WKS-FM, WMMX, WONE, WPF, WPF-FM, WPTW, WQLK-FM, WTRJ-FM, WTUE-FM, WYUD-FM, WWSN-FM, WYUJ-FM.

Daytona Beach, FL: Rank 108

MSA: 336,400; TSA: 704,500

Stations: WELE, WGN-FM, WMFJ, WND, WNF-FM, WPUL, WROD, WSB, WWB, WWLV-FM, WXXV, WYND.

Denver-Boulder: Rank 24

MSA: 1,534,800; TSA: 2,443,500

Stations: KAZY-FM, KBCO, KBCO-FM, KBNO, KBOL, KBPI-FM, KDN, KDHT-FM, KDKO, KEZW, KFRR, KHH-FM, KHOW, KHOW-FM, KIMN-FM, KJME, KLMO, KLTT, KLZ, KNUS, KOA, KOSI-FM, KOKS-FM, KQXI, KRFX-FM, KRKS, KRXY, KRXY-FM, KRZN, KTCL-FM, KTMG, KVOD-FM, KXKL, KXKL-FM, KXLT-FM, KYBG, KYBG-FM, KYGO, KYGO-FM.

Des Moines, IA: Rank 111

MSA: 327,800; TSA: 935,700

Stations: KDLS, KDLS-FM, KDMG-FM, KDMI-FM, KEZT-FM, KGG, KGG-FM, KIOA, KIOA-FM, KJJ-FM, KJJY-FM, KKSO, KLY-FM, KMXD-FM, KRNO-FM, KRNT, KWY, KXLO, WHO.

Detroit: Rank 6

MSA: 3,611,500; TSA: 5,389,100

Stations: CIMX-FM, CKLW, CKLW-FM, WBB, WCAR, WCHB, WCSX-FM, WCXI, WDFX-FM, WEXL, WGPR-FM, WHLS, WHMI, WHMI-FM, WHND, WHY-FM, WJLB-FM, WJOI-FM, WJR, WJZZ-FM, WKQI-FM, WLLZ-FM, WLQV, WLTI-FM, WMMK, WMTG, WMUZ-FM, WMXD-FM, WNIC-FM, WNZK, WOMC-FM, WPHM, WPON, WQB, WQRS-FM, WRIF-FM, WSAQ-FM, WSA, WTRW-FM, WUFL, WWJ, WWW-FM, WXXD-FM, WXYT.

Dothan, AL: Rank 171

MSA: 174,100; TSA: 413,700

Stations: WARI, WDJR-FM, WELB, WESP-FM, WFSF, WGEA, WIZB-FM, WJJN-FM, WKMX-FM, WLHQ, WOAB-FM, WOOF, WOOF-FM, WOZK, WQLS-FM, WRD, WRJM-FM, WTVY-FM, WWNT, WXUS-FM, WZTZ-FM.

Dubuque, IA: Rank 201

MSA: 128,400; TSA: 202,600

Stations: KATF-FM, KDFX-FM, KDST-FM, KDTH, KLYV-FM, WDBQ, WGLR, WGLR-FM, WJOD-FM, WKPL-FM, WTOQ.

Duluth-Superior, MN-WI: Rank 204

MSA: 127,000; TSA: 387,100

Stations: KDAL, KDAL-FM, KMFY-FM, KDQS, KDQS-FM, KXTP, KZIO-FM, WAKX-FM, WAVC-FM, WCDK-FM, WDSM, WELB, WELB-FM.

Eau Claire, WI: Rank 217

MSA: 113,800; TSA: 426,200

Stations: WAXX-FM, WAXY, WBIZ, WBIZ-FM, WCFW-FM, WEAQ, WECL-FM, WIAL-FM, WISM, WMEQ-FM, WOGO, WWIB-FM.

El Paso, TX: Rank 78

MSA: 481,200; TSA: 687,300

Stations: KAMA, KAMA-FM, KAMZ-FM, KBNA, KBNA-FM, KERP, KEZB, KEZB-FM, KFNA, KHEY, KHEY-FM, KLAQ-FM, KOFX-FM, KPAS-FM, KPRR-FM, KROD, KTSM, KTSM-FM, KVIV.

Erie, PA: Rank 145

MSA: 225,900; TSA: 415,100

Stations: WCTL-FM, WEHN, WEYZ, WJET-FM, WLKK, WMXE-FM, WPSE, WRIE, WRKT-FM, WWCB, WXXC-FM, WXXA-FM, WZPR-FM.

Eugene-Springfield, OR: Rank 141

MSA: 237,600; TSA: 535,100

Stations: KAVE-FM, KCST, KDUK, KEED, KHNN, KKXO, KLCK-FM, KMGE-FM, KNND, KORE, KPNW, KPNW-FM, KSND-FM, KUGN, KUGN-FM, KZEL-FM.

Evansville, IN: Rank 144

MSA: 230,600; TSA: 546,800

Stations: WBNL, WBNL-FM, WGAB, WGBF-FM, WIKY, WIKY-FM, WKDQ-FM, WPCO, WRBT-FM, WSON, WSTO-FM, WSYZ-FM, WVHI, WWOK, WYNG-FM.

Fargo-Moorhead, ND-MN: Rank 202

MSA: 128,000; TSA: 467,500

Stations: KFGO, KFGO-FM, KLTA-FM, KQWB, KQWB-FM, KVOX, KVOX-FM, WDAY, WDAY-FM.

THE THORBURN COMPANY

Robert M. Thorburn is the owner and founder of The Thorburn Company which is a brokerage and appraisal company concentrating exclusively upon the Radio and Television Broadcast industry. The Thorburn Company was formed by Mr. Thorburn in 1982. Mr. Thorburn was previously employed as a broadcast broker and appraiser for two years with the largest brokerage company in the Nation. During his employment, he was responsible for the greatest number of appraisals in the firm. Mr. Thorburn conducted appraisals of radio and television properties for many clients, both buyers and sellers, as well as for agencies of the U. S. Government and licensees seeking appraisals for other purposes.

Previous to joining this large brokerage firm, Mr. Thorburn was a group broadcaster for twenty years, holding various positions and responsible ultimately for management of a chain of several radio stations in the Southeast. He received his degree from the University of Alabama, majoring in Radio and Television.

As is apparent, Mr. Thorburn has focused his entire career on the radio and television industry.

MM Docket No. 92-39

APPENDIX C

DECLARATION

I, B. C. Eddins, hereby declare under penalty of perjury under the laws of the United States of America that the facts and matters recited below are true and correct:

1. I am President, a director and majority owner of Dothan Broadcasting Co., Inc. (hereafter DBC) licensee of standard broadcast Station WAGF, Dothan, Alabama. WAGF is authorized to operate on 1320 kHz with power of 1 KW (DA-N). DBC operated WAGF for about 8 years and in December 1984 assigned the license to J-Frank Enterprises, Inc. (hereafter J-Frank). J-Frank and its principal, Lewis Frank Johnson, defaulted on Promissory Notes to DBC in the principal sums of \$330,000, and in consequence DBC reacquired the WAGF license (and assets) in late 1989 (BAL-890523EB). WAGF was silent when it was reacquired by DBC and since then has remained off-the-air.

2. Subsequent to the March 26, 1992, release of the Order to Show Cause and Hearing Designation Order, FCC 92-90, James R. Wilson, III and I were in contact to determine whether he might have an interest in acquiring the WAGF license. Mr. Wilson, a Black American, is the permittee of FM broadcast Station WJUN, which operates on 101.3 MHz at Dothan.

3. Mr. Wilson and I had discussions concerning his acquisition of the WAGF license (and assets) in April 1992 and in early

May we came to an agreement in principle concerning same. At my request, communications counsel transmitted to me a draft Asset Sales Agreement on May 7, 1992, followed by a draft of an FCC Form 314 assignment application on May 8, 1992. After further discussions between Mr. Wilson and me, counsel provided us with a revised agreement on May 12 and May 13, 1992, and we executed the agreement and the assignment application on May 14, 1992.

4. On May 21, 1992, counsel for DBC advised the Presiding Judge that DBC and Wilson had entered into the agreement to assign the WAGF license. On May 27, 1992, the Judge suspended procedural dates pending the filing of a distress sale petition and supporting papers with the Commission on or before June 17, 1992.

5. The parties subsequently went forward to engage qualified appraisers - - Robert M. Thorburn of the Thorburn Company for Wilson and E. L. Pearce of Pearce Media Services for DBC. Mr. Pearce appraised WAGF to have a fair market value of \$82,500 as of March 26, 1992. Mr. Thorburn estimated that WAGF had a fair market value of at least \$80,000 as of March 26, 1992. The purchase price (\$60,000) for WAGF is within 75 percent of the average (\$81,250) of the fair market value of the two appraisals.

6. Neither DBC nor any principal or agent of DBC has promised or paid any consideration to Mr. Wilson except for that described in the Asset Sales Agreement. The proposed assignment is in the public interest because it will advance the Commission's minority ownership policy, conserve Commission resources and pave

the way for the early reactivation of WAGF. DBC affirms that it will consummate the assignment within 60 days of grant of the assignment application which has been reexecuted by me as of the even date.

Executed this 11 day of June, 1992.

B. C. Eddins
B. C. Eddins

MM Docket No. 92-39

APPENDIX D